

学校编码: 10384  
学 号: X200211042

分类号\_\_\_\_\_密级\_\_\_\_\_  
UDC\_\_\_\_\_

厦 门 大 学  
硕 士 学 位 论 文

或有负债反映的会计政策选择 Contingent  
Liability in selecting the Accounting Policy

赵丽华

指导教师姓名: 苏新龙 副教授

专 业 名 称: 会 计 学

论文提交日期: 2005 年 4 月

论文答辩时间: 2005 年 6 月

学位授予日期: 2005 年 月

答辩委员会主席: \_\_\_\_\_

评 阅 人: \_\_\_\_\_

2005 年 4 月

## 厦门大学学位论文原创性声明

兹呈交的学位论文，是本人在导师指导下独立完成的研究成果。本人在论文写作中参考的其他个人或集体的研究成果，均在文中以明确方式标明。本人依法享有和承担由此论文而产生的权利和责任。

声明人（签名）：

年 月 日

## 内容摘要

盈余管理是当今上市公司财务会计的一大难题。会计政策选择是盈余管理的常用手段，使其成为上市公司理论和实务研究的热点问题。或有负债具有较大的不确定性，准则制度不可能对其规定过死，往往留有很大可供选择的空間，对或有负债进行会计处理时需要运用职业判断进行估计。又因或有负债对公司的巨大影响，实务中，管理当局在对或有负债进行反映时，往往会选择对其有利的政策，以达到其进行盈余管理的目的。或有负债主要因产品质量保证、未决诉讼、未决仲裁、票据贴现、债务担保等引起。而目前我国一些上市公司的或有负债主要祸起于大量不规范对外担保，担保诉讼事项成为困扰我国很多上市公司的一大恶疾。因为担保诉讼事项，导致公司或有负债大幅上升，一些公司因确认或有负债使其经营成果和持续经营能力大受影响，导致被 ST 或\*ST，更有甚者走上了终止上市的不归路。因而本文主要结合因担保导致大量或有负债的案例，分析目前我国上市公司或有负债反映的会计政策选择，以期找出合理解决会计政策选择的方案。

本文利用企业理论中的契约理论和委托——代理理论对会计政策选择进行一般理论分析，解释了会计政策选择的必然性；结合国内外的研究资料，从动机和机会两个方面进一步分析我国会计政策选择存在的原因。在对或有负债有关准则制度阐述的基础上，结合案例，从是否确认、确认的时间、确认的金额等几个方面，分析了我国实务中上市公司对或有负债反映时所进行的会计政策选择。在分析或有负债政策选择原因的基础上，提出了改进监管政策、加强职业判断和完善公司治理结构的建议，并提出或有负债会计政策选择应遵循的原则。

本文的贡献之处在于，利用契约理论和委托——代理理论分析了会计政策选择的必然性；站在会计政策选择的视角，结合案例，对实务中上市公司在或有负债反映时所存在的问题进行了分析。由于本人才疏学浅，文

中难免有不当之处，敬请指正。本人也将在以后的学习和工作中继续关注该课题，并做进一步的深入研究。

**关键词：** 会计政策选择；或有负债；预计负债

厦门大学博士论文摘要库

## **Abstract**

Earnings management is a difficult financial accounting task for today's listed companies. Choosing an accounting policy is a commonly used method for earnings management. Therefore, it has become a research hot spot for listed companies, both theoretically and practically. Since contingent liability contains a lot of uncertainty; it can't be over-stipulated by the standard rules, and is thus normally given quite large leeway to play. Therefore, when dealing with contingent liability in accounting, an estimate is provided by using professional judgment. In actual practice, because contingent liability can have a huge impact on the business, the regulatory authority usually chooses a policy that's advantageous to itself in order to achieve its profit goals. Contingent liability issues are mainly caused by: product quality guarantees, unsettled lawsuits, unsettled arbitrations, bill discount, debt guarantees and so on. But in our country, providing massive unregulated outside guarantees on loans are responsible for the blame for some listed companies. Litigations regarding guarantees on loans have become a troubling issue that is bothering many listed companies in our country. Because of these litigations, contingent liability debt has increased dramatically. Business success and continuing capacity suffer greatly due to the confirmation of contingent liability, causing them to be ST or \*ST or worse, their public offering rights were terminated. By using some examples of big contingent liability cases as a result of guarantees on loans, and by analyzing the accounting policy selection in presenting contingent liability, we hope to find a reasonable plan to deal with accounting policy selections.

By using contract and consigning-agency concepts in business theory, this article provides a general theoretical study towards accounting policy selection; explains the inevitability of accounting policy selection; and by referring to some domestic and foreign research, takes an in-depth look at the existing reasons for accounting policy selection from both a motivation and opportunity

aspect. It also elaborates on the relevant policy of contingent liability. For example, it analyzes the accounting policy selection of listed companies in our country under the following circumstances, such as: whether to confirm, when to confirm, and the sum to be confirmed when revealing contingent liability in actual practice. Based on the study of the reasons for choosing the contingent liability policy, it gives suggestions regarding improvement of supervisory policies; enhancement of professional judgment; and completing and perfecting the business administration structure, as well as propositions on the rationale principles for contingent liability accounting policy selection.

The contribution of this article is twofold – to analyze the inevitability of the choice of accounting policy by using contract and consigning-agency theories, and to study some existing problems of listed companies when presenting contingent liability in actual practice, from an accounting policy selection point of view. Due to limited personal knowledge and talent, please correct me should there be any inappropriate statements appearing in this article. I will continue to pay attention to this subject in my study and work, and also conduct further research in the future.

**Key words:** accounting policy selection; contingent Liability; estimated liability.

# 目 录

引 言 .....	1
第一章 会计政策选择研究 .....	4
第一节 概念界定 .....	4
一、会计政策的定义 .....	4
二、会计政策选择的定义 .....	5
三、会计政策选择的特征 .....	5
第二节 会计政策选择的一般理论分析 .....	6
一、不完全契约导致企业所有权的重要性 .....	7
二、代理问题促使管理当局分享企业所有权 .....	9
三、管理当局为在分享企业所有权中处于有利地位而进行会计政策选择 .....	12
第三节 会计政策选择存在的原因 .....	12
一、会计政策选择的动机 .....	13
二、会计政策选择的机会 .....	17
第二章 或有负债概述 .....	20
第一节 或有负债的定义及特征 .....	20
一、或有负债的定义 .....	20
二、或有负债的特征 .....	20
三、几组概念辨析 .....	21
第二节 或有负债的确认 .....	22
第三节 因或有负债确认的预计负债的计量 .....	24
第四节 预计负债及或有负债的披露 .....	25
一、因或有负债而确认的预计负债的披露 .....	25
二、或有负债的披露 .....	26

第五节 关于执行《企业会计制度》和相关会计准则有关问题解答 .....	27
第六节 我国其他有关担保及相关问题的规定 .....	29
一、有关担保行为的规定 .....	29
二、有关担保及重大诉讼仲裁事项披露的规定 .....	31
第三章 或有负债反映的会计政策选择——基于案例的分析 .....	35
第一节 或有负债对企业的影响 .....	35
第二节 我国上市公司或有负债会计处理中存在的问题 .....	36
第三节 是否确认或有负债——深纺织“零”计提的质疑 .....	38
一、深纺织简介 .....	39
二、公司历年年报对该担保的披露 .....	39
三、对深纺织的质疑 .....	40
四、公司的解释 .....	41
五、本文对深纺织“零”计提的分析 .....	41
第四节 何时确认或有负债——ST 幸福的追溯调整 .....	43
一、公司概况 .....	43
二、ST 幸福的相关发展历程 .....	44
三、ST 幸福对或有负债的处理 .....	45
四、本文对 ST 幸福追溯调整的分析 .....	48
第五节 巨额计提或有负债以便以后期间冲回——申华控股和 ST 中西 的异曲同工 .....	49
一、申华控股免于特别处理 .....	49
二、ST 中西的成功“保牌” .....	53
三、深层分析 .....	55
第六节 或有负债政策选择的典型案例——ST 中侨的“变脸” .....	56
一、公司基本情况 .....	56
二、公司对对外担保的会计处理 .....	57



三、本文对 ST 中侨“变脸”的分析 .....	58
<b>第四章 或有负债反映中会计政策选择的原因及弱化建议 .....</b>	<b>60</b>
<b>第一节 或有负债会计政策选择的原因分析 .....</b>	<b>60</b>
一、“保牌”的动机 .....	60
二、有关会计准则和制度可利用的弹性空间 .....	61
三、治理结构的不完善使公司存在大量担保 .....	61
<b>第二节 改进监管政策 .....</b>	<b>62</b>
<b>第三节 完善会计准则和制度还是加强职业判断 .....</b>	<b>64</b>
一、高质量的会计准则 .....	64
二、制订完美准则还是加强职业判断 .....	65
三、完善职业判断的支撑环境以加强职业判断 .....	65
<b>第四节 加强公司治理结构 .....</b>	<b>66</b>
一、“一股独大”问题 .....	67
二、独立董事制度 .....	68
<b>第五节 或有负债会计政策选择的原则 .....</b>	<b>71</b>
<b>参考文献 .....</b>	<b>73</b>
<b>后 记 .....</b>	<b>79</b>

厦门大学博硕士论文摘要库

# CONTENTS

<b>Preface.....</b>	<b>1</b>
<b>Chapter I Analyzing Accounting Policy Selection .....</b>	<b>4</b>
<b>Section 1 Definitions .....</b>	<b>4</b>
1. The definition of accounting policy .....	4
2. The definition of accounting policy selection.....	5
3. Traits of accounting policy selection .....	5
<b>Section 2 General Theory Study of Accounting Policy Selection .....</b>	<b>6</b>
1. The significance of incomplete contracts on business ownership .....	7
2. Agency issues drive regulatory authorities to share business ownership .....	9
3. Regulatory authority chooses accounting policy to benefit a shared business ownership.....	12
<b>Section 3 The Existing Reasons for Accounting Policy Selection .....</b>	<b>12</b>
1. Motivation of accounting policy selection.....	13
2. Opportunity of accounting policy selection.....	17
<b>Chapter II Summary of Contingent Liability .....</b>	<b>20</b>
<b>Section 1 The Definition and Traits of Contingent Liability.....</b>	<b>20</b>
1. Definition of contingent liability .....	20
2. Traits of contingent liability.....	20
3. Differentiations between several sets of concepts .....	21
<b>Section 2 Confirmation of Contingent Liability .....</b>	<b>22</b>
<b>Section 3 Calculation of Estimated Liability Due to Contingent Liability .....</b>	<b>24</b>
<b>Section 4 Disclosure of Estimated and Contingent Liability .....</b>	<b>25</b>
1. Disclosure of estimated liability due to confirmation of contingency issues .....	25
2. Disclosure of contingent liability.....	26

<b>Section 5 Questions and Answers Regarding Implementation of “Business Accounting system” and Related Accounting Principles .....</b>	<b>27</b>
<b>Section 6 Regulations and Relevant Questions Regarding Guarantees on Loans in Our Country .....</b>	<b>29</b>
1. Regulations regarding business conduct of guarantees on loans.....	29
2. Regulations for disclosure regarding guarantees on loans and significant litigation and arbitration issues.....	31
<b>Chapter III Contingent Liability in Choosing an Accounting Policy Analysis Based on Cases.....</b>	<b>35</b>
<b>Section 1 The Impact of Contingent Liability on Business .....</b>	<b>35</b>
<b>Section 2 Contingent Liability Problems Existing in Listed Companies in Our Country .....</b>	<b>36</b>
<b>Section 3 Whether to Confirm Contingent Liability - Questions on A Zero Reserve for STHC .....</b>	<b>38</b>
1. Brief introduction of STHC .....	39
2. Disclosure in the annual report regarding the security on loan .....	39
3. Questions asked of STHC .....	40
4. Company explanations.....	41
5. Study of zero reserve for STHC .....	41
<b>Section 4 When to Confirm Contingent Liability - Retroactive Adjustment of ST HBXF .....</b>	<b>43</b>
1. Company profile .....	43
2. Growth history of ST HBXF .....	44
3. ST HBXF in presenting contingent liability .....	45
4. Analysis regarding the retrospective adjustment of ST HBXF .....	48
<b>Section 5 Booking a Large Advanced Reserve for Contingent Liability Which Levels Off at Later Time: SSHC and ST ZXP Had Equivalent Results Using Two Different Approaches.....</b>	<b>49</b>
1. SSHC avoided special treatment .....	49
2. ST ZXP successfully recovered .....	53
3. In-depth study .....	55

<b>Section 6 Typical Case of Contingent Liability in Accounting Policy</b>	
<b>Selection – ST SZOD(Shenzhen Overglobe Development)</b>	
<b>“Changes Their Tune” .....</b>	<b>56</b>
1. Company profile .....	56
2. Revealing the contingent liability .....	57
3. Analyzing ST SZOD’S story changing.....	58
<b>Chapter IV Reasons for Choosing an Accounting Policy When</b>	
<b>Considering Contingent Liability and Suggestions on How the</b>	
<b>Liability May Be Reduced .....</b>	<b>60</b>
<b>Section 1 Analyzing the Reasons for Choosing an Accounting Policy</b>	
<b>When Considering Contingent Liability .....</b>	<b>60</b>
1. Motivation for recovery .....	60
2. Flexibility in accounting rules and regulations.....	61
3. Large amounts of existing company guarantees on loans due to an	
incomplete administrative system .....	61
<b>Section 2 Improving Supervising Policy .....</b>	<b>62</b>
<b>Section 3 Completing and Perfecting Accounting Standard Rules vs.</b>	
<b>Enhancing Professional Judgment .....</b>	<b>64</b>
1. High standard accounting rules .....	64
2. Perfecting standard rules or strengthening professional judgment.....	65
3. Strengthening professional judgment by improving the supporting	
environment.....	65
<b>Section 4 Putting More Effort in Rectifying the Company’s Controlling</b>	
<b>Structure .....</b>	<b>66</b>
1. Problems with one dominate stockholder.....	67
2. Independent director system .....	68
<b>Section 5 Principles of Contingent Liability Accounting Policy Selection</b>	
.....	71
<b>Reference.....</b>	<b>73</b>
<b>Postscript .....</b>	<b>79</b>

厦门大学博硕士论文摘要库

## 引言

分析上市公司的年度财务报告，浏览媒体的报道，可看出，近几年困扰我国上市公司的一大恶疾是频频爆发的诉讼事项。据证券市场周刊对 1,340 家披露 2004 年中报的 A 股上市公司不完全统计，涉及诉讼金额共计 297.88 亿元，占涉及诉讼上市公司净利润的 480%，占涉及诉讼上市公司净资产的 155%；占上市公司净利润的 30.57%。大量诉讼已经开始危害上市公司的健康，各类诉讼造成的上市公司损失的数据也在直线上升。据有关机构统计，2001 年上市公司平均诉讼损失为 350.11 万元，到 2003 年就已经高达 15,494.23 万元；而上市公司诉讼损失的最大金额也由 2001 年的 71,540.00 万元，迅速增长到了 2002 年的 113,498.86 万元，2004 年这一数值更是达到了 291,916.00 万元。<sup>①</sup>追查引起如此大量诉讼的根源，可以发现主要是因为大量不规范对外担保。据上海证券交易所统计，2004 年上半年，837 家沪市上市公司中有 180 家存在违规担保情况，涉及的总金额为 279.98 亿元，违规担保的金额占上市公司担保总额的 26.72%。其中部分公司违规担保金额巨大，使公司面临较大的财务风险。据深圳证券交易所统计，2004 年上半年，深市 505 家上市公司中涉及担保的公司 311 家，担保总额达 420 亿元，其中违规担保总额为 131 亿元，比年初的 109.04 亿元上升了 20.10%。逾期担保余额为 113 亿元，比年初的 72 亿元增长了 57.62%。<sup>②</sup>

企业因为担保诉讼事项，导致企业或有负债大幅上升。或有负债象一枚地雷一样，具有一定的隐蔽性，不易被察觉。它可能永远不会被引爆，使企业免于灾难，或者推迟引爆，使企业灾难推迟。但当它一旦被引爆，其威力可能是重量级的，甚至摧毁整个企业。一些企业因确认或有负债使企业的经营成果和持续经营能力大受影响，导致被 ST 或\*ST，更有甚者走上

<sup>①</sup> 李中东.上市公司致命诉讼伤筋骨 灾难产生于制度缺陷.

[http://news.xinhuanet.com/stock/2004-10/26/content\\_2138818.htm](http://news.xinhuanet.com/stock/2004-10/26/content_2138818.htm).

<sup>②</sup> 黄永宁.上市公司三大“毒瘤”：关联方占用资金、违规担保和委托理财.

<http://www.gxxhcapa.com/htdocs/xxlr1.asp?id=16384>.

了终止上市的不归路。即使主营业务并不太糟的上市公司，一旦确认或有负债，也可能产生巨额亏损。例如 ST 托普 2004 年半年报披露，在公司主营业务利润本来就下降的情况下，由于担保等问题计提了大额预计负债，公司上半年产生巨额亏损 6 亿多元，成为上半年每股收益最低的上市公司。实际上，巨额或有负债往往是问题公司沦落的见证。上市公司大量对外担保 → 上市公司或有负债大幅上升 → 担保对象无力偿还 → 上市公司计提大量预计负债 → 公司亏损甚至跻身 ST 行列，已是一些问题公司沦落的常见轨迹。或有负债具有如此大的破坏和毁灭潜力，已引起政府监管部门及社会各界的广泛关注。

盈余管理是当今上市公司财务会计的一大难题。会计政策选择是盈余管理的常用手段，使其成为上市公司理论和实务研究的热点问题。在资本市场发达的西方国家，上市公司会计政策选择的研究吸引了一支庞大的队伍，取得了显著的成果。我国对会计政策选择的研究虽然历史不长，但也取得了不小的成绩。只是对或有负债反映<sup>①</sup>的会计政策选择进行研究的较少。或有负债具有较大的不确定性，准则制度不可能对其规定过死，往往留有很大的弹性空间，对或有负债进行会计处理时需要运用职业判断进行估计。又因或有负债对公司的巨大影响，实务中，管理当局在对或有负债进行反映时，往往会选择对其有利的政策，以达到其进行盈余管理的目的。或有负债主要因产品质量保证、未决诉讼、未决仲裁、票据贴现、债务担保等引起，但我国一些上市公司的或有负债，主要是因为大量不规范对外担保。因而本文主要结合因担保诉讼导致大量或有负债的案例，分析目前我国上市公司或有负债反映的会计政策选择，以期找出合理解决会计政策选择的方案。

<sup>①</sup> 这里用“反映”(Presentation)一词,是参考:葛家澍主编.中级财务会计[M].沈阳:辽宁人民出版社,2000. P329.本书中指出:“反映”有不同的方式。若或有负债的数额需计入财务报表总计,即在表内反映,则必须“确认”;若在表外附注中说明,即在表外反映,就可不予量化,或不一定要可靠地量化(或合理的估计)。本文采用这一观点,即反映或有负债包括确认或有负债和披露或有负债两种形式:确认或有负债是指该或有负债同时具备《会计准则—或有事项》所述的三个条件而确认为预计负债这一特殊的负债项目;而披露或有负债则是指仅仅在会计报表附注中加以披露。



Degree papers are in the "[Xiamen University Electronic Theses and Dissertations Database](#)". Full texts are available in the following ways:

1. If your library is a CALIS member libraries, please log on <http://etd.calis.edu.cn/> and submit requests online, or consult the interlibrary loan department in your library.
2. For users of non-CALIS member libraries, please mail to [etd@xmu.edu.cn](mailto:etd@xmu.edu.cn) for delivery details.

厦门大学博硕士论文摘要库